

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

IN RE:

SUGARFINA INC., *et al.*

Debtors.<sup>1</sup>

Chapter 11

Case No. 19-11973 (MFW)

(Jointly Administered)

**SUPPLEMENTAL DECLARATION OF CHRISTINA H. BOST SEATON IN  
SUPPORT OF THE APPLICATION OF THE DEBTORS TO EMPLOY  
AND RETAIN FISHERBROYLES LLP AS SPECIAL COUNSEL TO THE  
DEBTORS NUNC PRO TUNC TO THE PETITION DATE**

Christina H. Bost Seaton, being duly sworn, deposes and says:

1. I am an attorney admitted to practice in the State of New York, the United States District Courts for the Southern and Eastern Districts of New York, and the United States Court of Appeals for the Second Circuit, and a partner with the law firm of FisherBroyles LLP (the “Firm” or “FisherBroyles”), headquartered in Atlanta, and maintaining offices in Austin, Boston, Charlotte, Chicago, Cincinnati, Cleveland, Columbus, Dallas, Denver, Detroit, Houston, Los Angeles, Miami, Naples, New York, Palo Alto, Philadelphia, Princeton, Salt Lake City, Seattle, and Washington, D.C.

2. On October 4, 2019, this firm filed an application for entry of an order authorizing

---

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number or Canadian Revenue Agency, as applicable are (1) Sugarfina, Inc., a Delaware corporation (4356), (2) Sugarfina International, LLC, a Delaware limited liability company (1254), and Sugarfina (Canada), Ltd. (4480). The location of the Debtors’ corporate headquarters is 1700 E. Walnut Ave, 5<sup>th</sup> Floor, El Segundo, California 90245.

the retention and employment of FisherBroyles LLP as special counsel to the debtors *nunc pro tunc* to the Petition Date [Docket No. 213] (the “Application”). Attached as Exhibit to the Application was an affidavit in support of the Application detailing FisherBroyles’s relationships to the Debtors, their professionals, certain creditors, and parties in interest.

3. This supplemental affidavit is being submitted pursuant to Rule 2014 of the Federal Rules of Civil Procedure and Local Rule 2014-1 consistent with the ongoing duty of disclosure.

4. On or about May 1, 2019, the Firm was engaged by the Debtors to provide legal services to the Debtors in connection with a dispute (the “MNS Dispute”) with GLJ, Inc. and MJC Confection LLC (collectively, “MNS”). This engagement terminated on September 3, 2019, and the firm was re-engaged to provide legal services to the Debtor in connection with the MNS Dispute on September 4, 2019. In connection with that re-engagement, a \$15,000 retainer was paid to the firm on September 5, 2019. That retainer is currently being held in trust to be applied to post-petition services.

5. The Application seeks authority to employ and retain the Firm as the Debtors’ Special Litigation Counsel in connection with the adversary proceeding *Sugarfina, Inc. v. GLJ, Inc. and MJC Confections LLC*, bearing adversary proceeding no. Adv. Pro. No. 19-50364 (Bankr. D. Del.) (Mary F. Walrath) involving a dispute with GLJ, Inc. and MJC Confection LLC (collectively, “MNS”) (the “MNS Dispute”), and any additional litigation matters as may be requested by the Debtors would be covered by the same terms of engagement as those for the MNS dispute, subject to request modification of the terms of the engagement on notice and opportunity to be heard before the Court.

6. Since the Declaration that was submitted with the Application, the firm has

completed the searches in the Firm's conflicts databases to identify relationships with the Debtors, creditors, and other parties-in-interest (or potential parties-in-interest) in these Chapter 11 Cases, as set forth in Schedule 1, which was annexed to the Declaration that was submitted with the Application.

6. As a result of the Firm's now-completed conflict search, the Firm wishes to disclose the following additional relationships supplementary to those already disclosed in the Application:

- **EFI Global Inc.**—Its parent, Sedgwick Claims Management Services, Inc., is a related party in a construction litigation matter and a related party in a slip and fall matter.
- **Federal Realty**—the firm was adverse in two commercial lease negotiations.
- **FedEx / FedEx Canada / FedEx Custom Critical / FedEx Freight / FedEx Trade Networks Canada / FedEx Truckload Brokerage**—the firm was adverse in several transactional and litigation matters.
- **OfficeDepot**—the firm was adverse in two matters.
- **Oracle**—the firm is currently representing Oracle in some unrelated transactional matters.
- **Orchard Supply**—the firm has been adverse to its parent, Lowe's Companies, Inc., in various transactional matters.
- **Orkin**—the firm represented Rollins Inc. and Orkin LLC in an unrelated environmental dispute.
- **Panera Bread / Peet's Coffee**—the firm has been adverse in a number of transactional matters.
- **Panjiva, Inc.**—the firm represents an affiliate, CRISIL Irevna, in various unrelated matters.
- **Paper Source**—the firm has been adverse to its parent, Investcorp Bank B.S.C., on a number of transactional matters and has represented an affiliate, Health Plus Management, LLC, in an unrelated transactional matter.
- **Paul Hastings LLP**—the firm has worked on its behalf with regard to an unrelated real estate financing.
- **PayChex**—the firm has been adverse in a transactional matter.
- **PayPal**—the firm has been adverse in an intellectual property matter.
- **Penske Truck Leasing Co., LP**—the firm has been adverse to its parent, Penske Corporation, in a number of transactional matters.
- **Pilot Freight Services**—the firm has been adverse in an employment matter.
- **Ratzlaff Construction**—the firm was adverse in a construction dispute.
- **Republic Services / Recommunity Holdings II, Inc.**—an affiliate was a related party in a transactional matter.
- **Rite Aid**—the firm was adverse in two transactional matters.
- **RSM Canada LLP**—the firm was adverse to an affiliate in a transactional matter.

- **San Francisco Chronicle**—the firm has been adverse to its parent, the Hearst Corporation, and various affiliates, in various transactional matters.
- **San Francisco City Option / San Francisco Department of Public Health / San Francisco Planning Department / San Francisco Tax Collector / San Francisco Water, Power, and Sewer**—the firm has been adverse to various departments of the City of San Francisco.
- **Santa Anita Shoppingtown LP / Santa Anita Westfield Property Management LLC**—the firm has been adverse to its parent, Westfield LLC, or various affiliates, in various transactional matters.
- **SD Gas**—parent Sempra Energy is a current firm client in unrelated matters.
- **Yum Brands, Inc. / Pizza Hut**—the firm has been adverse in a number of transactional matters.
- **ZOOM Video Communication**—the firm was adverse in a transactional matter and in a patent litigation matter.

7. To the extent that the firm discovers any connection with any interested party or enters into any new relationship with any interested party, the firm will promptly supplement its disclosure to the Court.

Dated: October 18, 2019

\_\_\_\_\_/s/ Christina H. Bost Seaton  
Christina H. Bost Seaton